

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
)	
AT&T Seeks FCC Consent to the)	WT Docket No. 12-240
Assignment and Transfer of Control)	
of WCS and AWS-1 Licenses)	
)	
AT&T Mobility Spectrum LLC and San Diego)	
Gas & Electronic Company See FCC Consent)	
To the Assignment of Two WCS Licenses)	
)	

**PETITION OF COMPETITIVE CARRIERS ASSOCIATION
FOR CONSOLIDATED TREATMENT**

The Competitive Carriers Association (“CCA”)¹ hereby petitions the Commission to consolidate AT&T Mobility Spectrum LLC’s and New Cingular Wireless PCS, LLC’s (collectively AT&T) pending applications with AT&T’s other outstanding applications seeking approval for additional spectrum acquisitions.

In the current docket alone, AT&T seeks to acquire a vast swath of valuable and scarce spectrum: 5-30 MHz of A, B, C, and D Block WCS spectrum from NextWave Wireless, Inc. (NextWave) in 476 Cellular Market Areas (“CMAs”) (along with 10-30 MHz of AWS-1 spectrum from NextWave in 28 CMAs); 10-25 MHz of A, B, and C Block WCS spectrum from wholly-owned subsidiaries of Comcast Corporation (Comcast) in 149 CMAs; 10 MHz of A Block WCS spectrum from Horizon Wi-Com, LLC (Horizon) in 132 CMAs; and 10 MHz of C

¹ CCA was formerly known as RCA—The Competitive Carriers Association.

and D Block WCS spectrum from San Diego Gas & Electric Company in the San Diego CMA.² These applications are in addition to the numerous additional proposed acquisitions of Lower 700 MHz B and C Block and AWS spectrum licenses recently sought by AT&T.³

Collectively, the proposed transactions would result in AT&T's acquisition of an extraordinary amount of spectrum. In terms of size and competitive impact, these transactions are comparable to Verizon Wireless's recent acquisition of large amounts of spectrum from SpectrumCo, Cox, and Leap. The Commission gave Verizon's proposed transactions substantial and careful scrutiny, and it implemented meaningful conditions to protect the public interest. The overall scale of AT&T's proposed spectrum grab warrants comparable scrutiny.

As CCA explained in its recent AT&T/Triad and AT&T/CenturyTel Petitions, AT&T's spectrum aggregation must be viewed against the backdrop of a wireless industry that already has grown dangerously concentrated and is dominated by AT&T and Verizon.⁴ AT&T and Verizon Wireless enjoy the lion's share of industry revenues, subscribers, and spectrum holdings. In the current duopolistic environment, AT&T's clusters of proposed spectrum grabs are especially likely to harm competition.

² See *AT&T Seeks FCC Consent to the Assignment and Transfer of Control of WCS and AWS-1 Licenses*, Public Notice, WT Docket No. 12-240, DA 12-1431 (rel. Aug. 31, 2012); *AT&T Mobility Spectrum LLC and San Diego Gas & Electric Company Seek FCC Consent to the Assignment of Two WCS Licenses*, Public Notice, WT Docket No. 12-240, DA 12-1513 (rel. Sept. 19, 2012).

³ See Petition of RCA—The Competitive Carriers Association for Conditions and Consolidated Treatment, *AT&T Mobility Spectrum LLC and Triad 700, LLC Seek FCC Consent to the Assignment of 27 Lower 700 MHz Band B Block Licenses*, ULS File No. 0005286787, at fn.3 (filed Aug. 15, 2012) (AT&T/Triad Petition); Petition of Competitive Carriers Association for Conditions and Consolidated Treatment, *AT&T Mobility Spectrum LLC and CenturyTel Broadband Wireless, LLC Seek FCC Consent to the Assignment of Lower 700 MHz Band and AWS-1 Licenses*, ULS File No. 0005337520 (filed Sept. 25, 2012) (AT&T/CenturyTel Petition).

⁴ AT&T/Triad Petition at 4-8.

On several recent occasions the Commission has consolidated or coordinated spectrum license transfer proceedings to evaluate competitive effects. Most recently, the Commission (on its own initiative) consolidated Verizon Wireless’s proposed spectrum transactions between SpectrumCo, Cox, Leap Wireless and T-Mobile, recognizing the “commonality of issues, particularly with respect to aggregation of spectrum.”⁵ After consolidating review of the various Verizon Wireless transactions, the Commission found that the acquisitions would cause “significant competitive concerns.”⁶ The Commission specifically linked the aggregation of spectrum in Verizon Wireless’s hands to particularized competitive harms, concluding that the aggregation could foreclose rivals from acquiring spectrum “to either deploy 4G networks or increase capacity on their 4G networks,” and could “have nationwide price effects as a result of potential foreclosure in numerous local markets.”⁷ Similarly, the Commission coordinated review of AT&T’s proposed acquisition of T-Mobile with its proposed acquisition of Qualcomm spectrum licenses, again in recognition that the two transactions raised overlapping issues “regarding AT&T’s aggregation of spectrum throughout the nation.”⁸

Consolidation of the various license-transfer applications recently filed by AT&T and currently pending before the Commission is the only credible way for the Commission to evaluate the broader competitive effects of the proposed transfers. As CCA explained in the

⁵ *Wireless Telecommunications Bureau Consolidates Review of Verizon Wireless – SpectrumCo – Cox, Verizon Wireless – Leap Wireless, and T-Mobile – Verizon Wireless Transactions*, Public Notice, DA 12-1266 at 3 (rel. Aug. 3, 2012).

⁶ *Applications of Cellco Partnership d/b/a Verizon Wireless and SpectrumCo LLC and Cox TMI, LLC for Consent to Assign AWS-1 Licenses, etc.*, Memorandum Opinion and Order and Declaratory Ruling, WT Docket No. 12-4, ¶ 78 (rel. Aug. 23, 2012).

⁷ *Id.* ¶¶ 75-76.

⁸ Letter from Rick Kaplan, Chief, Wireless Telecommunications Bureau, to Michael Goggin, AT&T Mobility Spectrum LLC and Dean Brenner, Qualcomm Incorporated, *Applications of AT&T Mobility Spectrum LLC and Qualcomm Incorporated for Consent to Assign Lower 700 MHz Band Licenses*, WT Docket No. 11-18 (Aug. 8, 2011).

AT&T/Triad and AT&T/CenturyTel Petitions, AT&T's individual transactions threaten transaction-specific harms, and the collective impact of the Twin Bells' various efforts to aggregate spectrum will continue to harm competition and exacerbate existing marketplace distortions. The Commission must take a holistic look at the impact of anticompetitive spectrum aggregation to protect both competition and consumers.⁹

For these reasons, and for the reasons stated in its AT&T/Triad and AT&T CenturyTel Petitions, the Commission should consolidate its review of AT&T's various proposed license acquisitions that raise concerns about spectrum aggregation and condition, when applicable, to foster competition and preserve the public interest.

Respectfully submitted,

/s/

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October 1, 2012

⁹ CCA is mindful that the Commission, in its recently released Notice of Proposed Rulemaking regarding mobile spectrum holdings, noted that “[d]uring the pendency of this proceeding the Commission will continue to apply its current case-by-case approach to evaluate mobile spectrum holdings during [its] consideration of secondary market transactions” Policies Regarding Mobile Spectrum Holdings, WT Docket No. 12-269, *Notice of Proposed Rulemaking*, FCC 12-119 (rel. Sept. 28, 2012) at n.59. As CCA has noted, this case-by-case review should not be done in a vacuum, but rather should take into account other pending applications, in line with recent precedent.